

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

LORDSTOWN MOTORS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)
(Jointly Administered)

Related to Docket Nos. 733, 869, and 937

Objection Deadline: March 5, 2024 at 4:00 p.m. (ET)

Hearing Date: March 14, 2024 at 3:00 p.m. (ET)

**SECOND INTERIM APPLICATION OF TROUTMAN PEPPER
HAMILTON SANDERS LLP AS COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
OCTOBER 1, 2023 THROUGH AND INCLUDING DECEMBER 31, 2023**

Name of Applicant: Troutman Pepper Hamilton Sanders LLP

Authorized to provide professional services to: Official Committee of Unsecured Creditors

Petition Date: June 27, 2023

Date of Retention: August 23, 2023 effective as of July 17, 2023

Period for which compensation and reimbursement are sought: October 1, 2023 through December 31, 2023

Amount of compensation sought as actual, reasonable, and necessary: \$434,928.00²

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$1,472.79

This is a(n): ___ monthly ___ X interim ___ final application

Troutman Pepper Hamilton Sanders LLP intends to seek compensation in connection with the preparation of this Application at a later date.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors' service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² This amount reflects the aggregate fees incurred by Troutman Pepper during the application period. Troutman Pepper seeks payment of only a portion of this amount as described herein at this time. Troutman Pepper reserves the right to seek the payment of the difference in fees at the non-discounted rate pursuant to the terms of its retention.

Summary of monthly fee applications for interim fee period (which are incorporated herein by reference):

| DATE FILED DOCKET NO. | PERIOD COVERED | REQUESTED | | APPROVED TO DATE* | | HOLDBACK** |
|--------------------------------|-----------------------|---------------------------|-------------------|---------------------------------------|-------------------|--------------------------------------|
| | | FEES | EXPENSES | FEES | EXPENSES | |
| 11/22/23 [D.I. 733] | 10/1/23 – 10/31/23 | \$212,608.00 ¹ | \$1,010.33 | \$153,060.00 (80% of \$191,325.00) | \$1,010.33 | \$38,265.00 (20% of \$191,325.00) |
| 12/26/23 [D.I. 869] | 11/1/23 – 11/30/23 | \$104,601.00 | \$254.66 | \$83,680.80 (80% of \$104,601.00) | \$254.66 | \$20,920.20 (20% of \$104,601.00) |
| 1/30/24 [D.I. 937] | 12/1/23 – 12/31/23 | \$117,719.00 ² | \$207.80 | \$90,420.00 (80% of \$113,025.00) | \$207.80 | \$22,605.00 (20% of \$113,025.00) |
| Totals | | \$434,928.00 | \$1,472.79 | \$327,240.80 | \$1,472.79 | \$81,810.20 |

¹ Reduced to \$191,325, based on Troutman Pepper's agreement to charge, on a monthly basis, the lesser of (a) the blended rate of \$750/hour for all timekeepers or (b) its professionals' standard hourly billing rates, subject to payment of the difference, if any, pursuant to terms of its Retention Order.

² Reduced to \$113,025, based on Troutman Pepper's agreement to charge, on a monthly basis, the lesser of (a) the blended rate of \$750/hour for all timekeepers or (b) its professionals' standard hourly billing rates, subject to payment of the difference, if any, pursuant to terms of its Retention Order.

* Provided no responses are filed with respect to the sixth application, Applicant anticipates filing a Certificate of No Objection after 4:00 p.m. (ET) on February 21, 2024.

** Troutman Pepper reserves its right to seek payment of its fees at the non-discounted rate pursuant to the terms of its retention.

PLEASE TAKE NOTICE that pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Chapter 11 Professionals and Committee Members* [Docket No. 181] (the “Compensation Procedures Order”), Troutman Pepper Hamilton Sanders LLP (“Troutman Pepper” or “Applicant”), as counsel to the Official Committee of Unsecured Creditors, hereby files this second interim fee application (the “Application”) with the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that in accordance with the Compensation Procedures Order, any objection or other response to the Application must be (i) filed with the Bankruptcy Court **on or before March 5, 2024 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”); and (ii) served so as to be actually received no later than the Objection Deadline by (a) the Applicant and (b) the Notice Parties (as that term is defined in the Compensation Procedures Order).

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Application has been scheduled on **March 14, 2024 at 3:00 p.m. (Eastern Time)** before the Honorable Mary F. Walrath, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that (i) **Exhibit A** attached hereto is a summary of compensation for each professional of the Applicant that worked on the above-captioned Chapter 11 cases during the interim fee period; (ii) **Exhibit B** attached hereto is a summary of compensation by project category for the interim fee period; (iii) **Exhibit C** attached hereto is an expense summary for the interim fee period; (iv) **Exhibit D** attached hereto is the applicant’s customary and comparable compensation disclosures; (v) **Exhibit E** attached hereto is the staffing plan for the period from October 1, 2023 through and including December 31, 2023;

(vi) **Exhibit F** attached hereto is certain additional disclosures; (vii) **Exhibit G** attached hereto is the attorney certification in support of the Interim Fee Application; and (viii) **Exhibit H** attached hereto is the proposed order approving the Application.

PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND TO THE APPLICATION IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR OPPORTUNITY FOR A HEARING.

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Dated: February 14, 2024
Wilmington, Delaware

Respectfully submitted,

TROUTMAN PEPPER HAMILTON SANDERS LLP

/s/ Tori L. Remington

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